

雲界控股有限公司 YINSON HOLDINGS BERHAD (Co. No.: 259147-A)

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YINSON HOLDINGS BERHAD (Company No. 259147-A)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED INCOME STATEMENT For the Year Ended 31 January 2011

	3 months	ended	12 month	12 months ended	
	31.1.2011	31.1.2010	31.1.2011	31.1.2010	
	RM'000	RM'000	RM'000	RM'000	
	unaudited	unaudited	unaudited	unaudited	
Revenue	151,786	109,460 *	640,825	470,288	
Cost of trading goods sold	(108,892)	(72,476)	(461,838)	(319,950)	
Direct expenses	(26,565)	(27,252)	(126,817)	(117,505)	
Gross profit	16,329	9,732	52,170	32,833	
Other operating income	21	191	678	725	
Administrative expenses	(5,592)	(4,579)	(19,939)	(18,703)	
Profit from operations	10,758	5,344	32,909	14,855	
Finance costs	(2,125)	(887)	(7,916)	(4,632)	
Profit before tax	8,633	4,457	24,993	10,223	
Income tax expense	(1,986)	(1,190)	(6,780)	(2,831)	
Profit for the period	6,647	3,267	18,213	7,392	
Attributable to:					
Equity holders of the parent	6,751	3,285	18,475	7,950	
Non-controlling interests	(104)	(18)	(262)	(558)	
	6,647	3,267	18,213	7,392	
Earnings per share attributable to equity holders of the parent:					
Basic (sen)	9.86	4.80	26.97	11.61	
Diluted (sen)	9.86	4.80	26.97	11.61	

The condensed consolidated income statement should be read in conjunction with the audited financial statements for the year ended 31 January 2010 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOMEFor the Quarter and Year Ended 31 January 2011

	3 months ended		12 months ended	
	31.1.2011 RM'000 unaudited	31.1.2010 RM'000 unaudited	31.1.2011 RM'000 unaudited	31.1.2010 RM'000 unaudited
Profit for the period	6,647	3,267	18,213	7,392
Currency translation differences arising from consolidation	(48)	(164)	(747)	(866)
Total comprehensive income for the period	6,599	3,103	17,466	6,526
Total comprehensive income for the period attrib	utable to:			
Equity holders of the Company	6,703	3,121	17,728	7,084
Non-controlling interests	(104)	(18)	(262)	(558)
	6,599	3,103	17,466	6,526

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 January 2010 and the accompanying explanatory notes to the interim financial statements.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITIONAs at 31 January 2011

	AS AT 31.1.2011	AS AT 31.1,2010
	RM'000	RM'000
	Unudited	Restated
ASSETS	Ondated	Nostatea
Non-current assets		
Property, plant and equipment	121,546	57,284
Investment properties	9,265	9,165
Intangible assets	130	141
Prepaid land lease payments	5,696	7,127
Deferred tax asset	552	102
	137,189	73,819
Current assets		
Inventories	599	658
Receivables	236,537	159,303
Tax recoverable Marketable securities	473	305
Cash and bank balances	37 9,075	50
Cash and bank balances	9,075	6,288
	246,721	166,604
Non-current asset held for sale	1,236_	950
TOTAL ASSETS	385,146	241,373
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	68,498	68,498
Foreign currency fluctuation reserve	(1,613)	(866)
Retained earnings	55,111	37,920
	121,996	105,552
Non-controlling interests	15	277
Total equity	122,011	105,829
Non-current liabilities		
Long term borrowings	46,015	5,489
Deferred tax liabilities	2,739	2,982
	48,754	8,471
Current liabilities		
Short term borrowings	143,940	92,645
Payables	67,431	33,170
Tax payables	3,010	1,258
	214,381	127,073
Total liabilities	263,135	135,544
TOTAL EQUITY AND LIABILITIES	385,146	241,373
Net assets per share attributable to		
equity holders of the Company (RM)	1.78	1.54

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 January 2010 and the accompanying explanatory notes to the interim financial statements.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the Twelve Months Ended 31 January 2011

	Share capital RM'000	Attributable to equity hold Non-distributable Foreign exchange fluctuation reserve RM'000	ers of the Company Distributable Retained earnings RM'000	Total RM'000	Non- controlling Interests	Total equity RM'000
At 1 February 2009	68,498	-	31,254	99,752	835	100,587
Total comprehensive income for the year	-	(866)	7,950	7,084	(558)	6,526
Dividend in respect of the previous year	-	~	(1,284)	(1,284)	-	(1,284)
At 31 January 2010	68,498	(866)	37,920	105,552	277	105,829
At 1 February 2010	68,498	(866)	37,920	105,552	277	105,829
Total comprehensive income for the year	-	(747)	18,475	17,728	(262)	17,466
Dividend in respect of the previous year	-	-	(1,284)	(1,284)	ü	(1,284)
At 31 January 2011	68,498	(1,613)	55,111	121,996	15	122,011

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 January 2010 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS For the Year Ended 31 January 2011

	12 months and yea 31.1.2011 RM'000 Unaudited	r-to-date ended 31.1.2010 RM'000 Unaudited
OPERATING ACTIVITIES		
Profit before taxation	24,993	10,223
Adjustments for: Non-cash items Non-operating items	8,230 7,831	8,217 4,380
Operating cash flows before changes in working capital	41,054	22,820
Net changes in current liabilities	(78,295) 34,261	(28,324) 9,463
Cash flows (used in)/from operations	(2,980)	3,959
Interest received Interest paid Tax paid	85 (7,916) (5,935)	57 (4,437) (3,798)
Net cash flows used in operating activities	(16,746)	(4,219)
INVESTING ACTIVITIES Proceeds from disposal of property, plant & equipment Purchase of property, plant and equipment	1,447 (18,488)	281 (6,854)
Net cash flows used in investing activities	(17,041)	(6,573)
FINANCING ACTIVITIES		
Bank borrowings Dividend paid	39,882 (1,284)	19,212
Net cash flows from financing activities	38,598	17,928
NET INCREASE IN CASH AND CASH EQUIVALENTS Effects of foreign exchange rate changes	4,811 160	7,136 (866)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	(9,268)	(15,538)
CASH AND CASH EQUIVALENTS AT THE END OF YEAR	(4,297)	(9,268)
CASH AND CASH EQUIVALENTS COMPRISE:	As at 31.1.2011 RM'000	As at 31.1.2010 RM'000
Cash and bank balances Bank overdrafts (included within short term borrowings)	9,075 (13,372) (4,297)	6,288 (15,556) (9,268)

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended 31 January 2010 and the accompanying explanatory notes attached to the interim financial statements.

PART A - EXPLANATORY NOTES PURSUANT TO FRS 134

1. Basis of Preparation

The interim financial statements have been prepared under the historical cost convention except for the revaluation of certain freehold land and buildings.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial report should be read in conjunction with the audited financial statements for the financial year ended 31 January 2010. These explanatory notes attached to the interim financial statements provide an explanation of events and transaction that are significant to an understanding of changes in the financial position and performance of the Group since the year ended 31 January 2010.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 January 2010, except for the following:

A) Adoption of New and Revised FRSs, IC Interpretations and Amendments to IFRs

FRSs, Amendments to FRS and IC Interpretations

FRS 7	Financial Instruments: Disclosures
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FRS 8 Operating Segments

FRS 101 Presentation of Financial Statements (Revised)

FRS 123 Borrowing Costs

FRS 139 Financial Instruments: Recognition and Measurement

Amendments to FRS 1 First-time Adoption of Financial Reporting Standards and FRS 127:

Consolidated and Separate Financial Statements: Cost of Investment in

Subsidiary Jointly Controlled Entity or Associate

Amendments to FRS 2 Share-based Payment – Vesting Conditions and Cancellations

Amendments to FRS 132 Financial Instruments: Presentation

Amendments to FRS 139 Financial Instruments: Recognition and Measurement, FRS 7: Financial

Instruments: Disclosure and IC Interpretation 9: Reassessment of

Embedded Derivatives.

Amendments to FRSs 'Improvement to FRS (2009)

IC Interpretation 9 Reassessment of Embedded Derivatives IC Interpretation 10 Interim Financial Reporting and Impairment

IC Interpretation 13 Customer Loyalty Programmes

IC Interpretation 14 FRS 119 The Limit on a Defined Benefit Asset, Minimum Funding

Requirements and their Interaction

Other than the application of FRS 8, FRS 101, FRS 139 and Amendments to FRS 117, the application of new FRSs, Amendments to FRSs and interpretations that are effective for the financial statements commencing on 1 February 2010 did not result in any significant changes in the accounting policies and presentation of financial results of the Group.

a) FRS 8 Operating Segments

FRS 8 requires segment information to be presented on a similar basis to that used for internal reporting purposes. As a result, the Group's segment reporting had been presented based on the internal reporting to the chief operating decision maker who makes decision on the allocation of

resources and assesses the performance of the reportable segments. This standard does not have any impact on the financial position or results of the Group.

b) FRS101 Presentation of Financial Statements

FRS 101 requires the separation of owner and non-owner changes in equity. Therefore, the current consolidated statement of changes in equity only includes details of transactions with owners. All non-owner changes in equity, if any, will be presented as a single line labeled as total comprehensive income. Comparative information has been represented in conformity with the relevant standard.

In addition, FRS 101 has introduced new title on the financial statements. Statement of Financial Position has replaced Balance Sheets, Statement of Comprehensive Income has replaced Income Statement and Statement of Cash Flows has replaced Cash Flow Statements. This Standard does not have any material impact on the financial position and results of the Group.

c) FRS 139 Financial Instruments: Recognition and Measurement

FRS 139 sets out the requirements for the recognition and measurement of financial instruments. Financial instruments are recorded at fair value. Subsequent measurement of financial instruments at the balance sheet date reflects the designation of the financial instruments. The Group determines the classification at initial recognition and for the purpose of the first time adoption of the standard, as at transitional date on 1 February 2010.

Financial assets

Financial assets are classified as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Group's financial assets include loans and receivables, cash and bank balances and marketable securities.

i) Loans and receivables

Prior to 1 February 2010, loans and receivables were stated at gross receivables less provision for doubtful debts. Under FRS 139, loans and receivables are initially measured at fair value and subsequently at amortised cost using the effective interest rate (EIR) method. Gains and losses arising from the derecognition of the loans and receivables, EIR amortisation and impairment losses are recognised in the income statement.

ii) Fair Value Through Profit or Loss

Prior to the adoption of FRS 139, marketable securities in quoted securities were stated at lower of cost and market value. With the adoption of FRS 139, quoted securities in equity securities are now categorized and measured as fair value through profit or loss. Gains and losses on investments held for trading are recognised in the income statement.

Financial liabilities

Financial liabilities are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Group's financial liabilities include trade and other payables, loans and borrowings and are carried at amortised cost.

i) Loans and borrowings

Prior to the adoption of FRS 139, transaction costs attributable to loans and borrowings were expensed off as incurred. With the adoption of FRS 139, borrowings are now recognised initially at fair value, plus directly attributable transaction costs. They are subsequently measured at amortised cost using the effective interest rate method. As allowed under the transitional provisions of FRS 139, the Group has not applied the standard retrospectively.

Impact on opening balances

The adoption of FRS 139 does not have any significant impact on the profit or loss for the financial year-to-date

d) Amendment to FRS 117, Leases

Prior to the adoption of the Amendment to FRS 117, leasehold land were treated as operating leases. The considerations paid were classified and presented as prepaid lease payments in the statement of financial position. With the adoption of the Amendment to FRS 117, the classification of a leasehold land as finance lease or an operational lease is based on the extent to which the risks and rewards incident to ownership lie. In making this judgment, the Directors have concluded that certain lands with an initial lease period of 50 years or more are finance leases because the present value of the minimum lease payments (i.e. the consideration paid or payable) is substantially equal to the fair value of the land.

Accordingly, the Group has charged the classification of those leasehold land from operating leases to finance leases in the current financial year. The change in classification has no effect on the profit or loss of the current year ended 31 January 2011 or the comparative prior period. The effect of the reclassification on the comparative of the prior year's statement of financial position is as follows:

	As previously		
1st February 2010	reported	Reclassification	As restated
	RM'000	RM'000	RM'000
Prepaid lease payments	11,020	(3,893)	7,127
Reclassified to interests in leased land under Property, Plant and Equipment	53,391	3893	57,284

B) Revised FRSs, IC Interpretations and Amendments to FRS issued and not yet effective The Group has not early adopted the following revised FRSs, IC Interpretations and amendments to FRSs which have been issued as at the date of authorisation of these financial statements and will be effective for the financial periods as stated below:

Effective date for financial periods beginning on or after

Amendments to FRS 132: Classification of Rights Issues	1 March 2011
FRS 1(revised): First-time Adoption of Financial Reporting Standards	1 July 2010
FRS 3 (revised): Business Combinations	1 July 2010
Amendments to FRS 2: Share-based Payment 1 July 2010	1 July 2010
Amendments to FRS 5: Non-current Assets Held for Sale and Discontinued Operations	1 July 2010
FRS 127 (revised): Consolidated & Separate Financial Statements	1 July 2010
Amendments to FRS 138: Intangible Assets	1 July 2010
Amendments to IC Interpretation 9: Reassessment of Embedded Derivatives	1 July 2010
IC Interpretation 12 Service Concession Arrangements	1 July 2010

IC Interpretation 16 Hedges of a Net Investment in a Foreign Operation	1 July 2010
IC Interpretation 17 Distributions of Non-cash Assets to Owners	1 July 2010
Amendment to FRS 1: Limited exemption for comparative FRS 7: Disclosures for	•
First-time Adopters	1 January 2011
12 Amendments to FRS 7: Improving Disclosures about Financial Instruments	1 January 2011
IC Interpretations 18: Transfer of assets from Customers	1 January 2011
Improvements to FRSs issued in 2010	1 January 2011
Amendments to IC Interpretation 14: Prepayment of Minimum Funding Requirement	1 July 2011
IC Interpretation 19: Extinguishing Financial Liabilities with Equity instruments	1 July 2011
IC Interpretation 15: Agreements for the Construction of Real Estate	1 January 2012
1 FRS 124: Related Party Disclosures (Revised)	1 January 2012

2. Auditors' Report on Preceding Annual Financial Statements

The Auditors' Report on the financial statements for the year ended 31 January 2010 was not qualified.

3. Seasonal or Cyclical Factors

The Group's transport operations are generally affected by major festivals that occur in the first and third quarter of the financial year as there were fewer working days.

4. Unusual Items due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current quarter and financial year to-date.

5. Changes in Accounting Estimate

There were no material changes in accounting estimates that have a material effect in the current quarter and financial year-to-date results.

6. Issuance and Repayment of Debt and Equity Securities

There were no issuances and repayment of debts, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the current financial period.

7. Dividends Paid

At the Annual General Meeting held on 28 July 2010, the shareholders of the Company have approved the payment of a first and final dividend of 2.5% less income tax in respect of financial year ended 31 January 2010. The dividend was paid on 17 September 2010.

8. Segmental Information

12 Month Year Ended 31 January 2011

12 Month Year Ended 31 Jan				Other		
	Transport RM'00	Marine RM'000	Trading RM'000	Operations RM'000	Elimination RM'000	Consolidated RM'000
Revenue						
External Sales	103,424	49,388	504,668	3,643	(20,298)	640,825
Results						
Segment results	672	3,234	29,241	(238)	-	32,909
Finance costs						(7,916)
Taxation Profit after taxation and be	fore				_	(6,780)
non-controlling interests						18,213
Non-controlling interests						262
Profit for the year					_	18,475
12 Month Year Ended 31 Janu	uary 2010					
Month Fell Shace Of Gille	•			Other		
	Transport RM'00	Marine RM'000	Trading RM'000	Operations RM'000	Elimination RM'000	Consolidated
Revenue						RM'000
						RM 000
External Sales	123,502	17,426	341,362	2,630	(14,632)	470,288
	123,502	17,426	341,362	2,630	(14,632)	
Results					(14,632)	470,288
	2,337	17,426	341,362	2,630	(14,632)	
Results Segment results					(14,632)	470,288 14,855
Results Segment results Finance costs	2,337				(14,632)	470,288 14,855 (4,632)
Results Segment results Finance costs Taxation Profit after taxation and before	2,337				-	14,855 (4,632) (2,831)

9. Carrying Amount of Revalued Assets

The valuations of the property, plant and equipment have been brought forward, without amendment from the financial statements for the year ended 31 January 2010 and the fair value of certain investment properties have been adjusted to reflect the latest market value.

10. Subsequent Event

There were no material events subsequent to the end of the current quarter except for the disposal of 700,000 ordinary shares of RM1.00 each, representing 70% of the total issued and paid-up share capital in a subsidiary, Yinson Haulage Sdn. Bhd., for a total cash consideration of RM1.00 on 24 February 2011. The details of the disposal are in the announcement made to Bursa Securities on 28 February 2011.

11. Changes in the Composition of the Group

On 19 April 2010, the Company incorporated a wholly-owned Labuan offshore company, known as Yinson Offshore Limited, with paid-up share capital of US\$1.00 to provide chartered vessel and crew management services. The subsidiary has not commenced its operation yet.

12. Capital Commitments

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim condensed financial statements as at 31 January 2011 is as follows:

Approved and contracted for :- RM635,000

13. Changes in Contingent Liabilities and Contingent Assets

There were no changes in other contingent liabilities or contingent assets since the last annual balance sheet as at 31 January 2010.

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

14. Performance Review

For the year ended 31 January 2011, the Group's revenue increased by RM170.537 million or 36 percent to RM640.825 million compared to RM470.288 million for the preceding year corresponding period mainly attributable to increase in volume of sales from trading business due to strong growth in the Malaysian economy and expansion in marine transport business.

The Group's profit before taxation for the financial year ended 31 January 2011 increased by RM14.770 million or 144 percent to RM24.993 million as compared to RM10.233 million for the preceding year corresponding period was mainly attributable to significant increase in sales and profit margin from trading business and increase in contribution from expansion of marine transport business.

15. Material Changes in the Profit Before Taxation of Current Quarter Compared with Preceding Quarter.

The Group's net profit before taxation for the current quarter ended 31 January 2011 increased by 112 percent or RM4.552 million to RM8.633 million compared to RM4.081 million for the preceding quarter ended 31 October 2010 mainly due to increase in gross profit margin from all segments of the businesses.

16. Commentary on Prospects

The Malaysian economy registered a growth of 4.8% in the fourth quarter of 2010, driven by domestic demand amid slowing external demand, and 7.2% for the whole year.

Going forward, the pace of growth of the Malaysian economy will be affected by the uneven global economic recovery across the different regions and growth will nevertheless be supported by continued firm expansion in domestic demand. Barring unforeseen circumstances, the Group shall strive to sustain a satisfactory performance for the next financial year.

17. Profit Forecast

The disclosure requirements for explanatory notes for the variance of actual profit after tax and non-controlling interests and forecast profit after tax and non-controlling interests are not applicable.

18. Taxation

The taxation figures consist of:

The territory regards consist on	3 Month-Period Ended		12 Month-Perio	od Ended
	31.1.2011 RM'000	31.1.2010 RM'000	31.1.2011 RM'000	31.1.2010 RM'000
Current period income tax Deferred tax :	1,779	850	7,518	3,450
 Relating to origination and reversal of temporary difference 	207	340	(738)	(619)
_	1,986	1,190	6,780	2,831

The effective tax rate of the Group for the current and previous financial year is higher than the statutory rate due to certain expenses not deductible for tax purposes.

19. Sale of Unquoted Investment and Properties

There were no sales of unquoted investments and properties during the current financial quarter and financial year-to-date except for the disposal of property valued at RM0.950 million included within held for sale which resulted in a gain on disposal of RM0.250 million.

20. Ouoted Securities

There were no disposal of quoted securities during the current financial quarter and period-to-date.

Details of quoted securities are as follows:

	RM'000
At cost	69
At book value	37
At market value	37

21. Status of Corporate Proposals

There were no corporate proposals announced but not completed as at the date of this report.

22. Group Borrowings

Details of total Group's borrowings as at 31 January 2011 are as follows:

	Secured	Unsecured	Total
	RM'000	RM'000	RM'000
Short term borrowings	10,814	133,126	143,940
Long term borrowings	46,015	-	46,015
Total borrowings	56,829	133,126	189,955

Except for RM47.835 million borrowings denominated in United States Dollar, all other borrowings are denominated in Ringgit Malaysia.

23. Off Balance Sheet Financial Instruments

There were no off balance sheet financial instruments as at 31 January 2011.

24. Material Litigation

As at 31 January 2011, there was no material litigation against the Group.

25. Dividend Payable

No interim dividend has been declared for the period ended 31 January 2011 (31 January 2010: Nil).

26. Earnings Per Share

(a) Basic

Basic earnings per share amount are calculated by dividing the profit for the period by the weighted average number of shares in issue during the period.

	3 month-period ended		12 month-period ended	
	31.1.2011	31.1.2010	31.1.2011	31.1.2010
Profit attributable to equity holders of Company (RM'000)	6,751	3,285	18,475	7,950
Weighted average number of ordinary shares in issue ('000)	68,498	68,498	68,498	68,498
Basic earnings per share (sen)	9.86	4.80	26.97	11.61

(b) Diluted

Diluted earnings per share is the same as basic earnings per share as there is no dilutive potential ordinary shares outstanding as at 31 January 2011.

27. Realised and Unrealised Retained Earnings

The retained earnings as at 31 January 2011 is analysed as follows:

- 10 retained earnings do at 51 vandary 2011 is analysed as follows.	
	As at 31.1.2011
	RM'000
Total retained earnings of the Company and its subsidiaries:-	
- Realised	59,387
- Unrealised	(2,217)
	57,170
Less Consolidation adjustments	(2,059)
Total Group retained earnings as per consolidated financial statements	55,111

BY ORDER OF THE BOARD

Company Secretary

Tan Soo Leong (f) (MACS01516) Johor Bahru 29 March 2011